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TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations
SUBJECT: XTEC INCOLARATED (Name of Corporation)
DOCUMENT NUMBER:
The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:
Distribute Passon) Distribute Passon)
RUSTNIHAL ROSENTHAC RASCO (Name of Firm/Company)
2875 NE 191 ST. SUITE 500
(Address) AVENTY (A. T. 33180 (City/State and Zip Code)
For further information concerning this matter, please call:
TAM\ at (305) 937-0300 (Name of Person) (Area Code & Daytime Telephone Number)
Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address: Amendment Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

RESIGNATION OF OFFICER/DIRECTOR

TO ALL WHOM IT MAY CONCERN:

KNOW ALL MEN BY THESE PRESENTS that the undersigned Executive Vice President/Director of XTEC, INCOPORATED, hereby resigns as Officer/Director of said Corporation, effective immediately.

Dated this 13th day of February, 2003.

CARLOS FERNANDIZ GUZ

STATE OF FLORIDA

) ss:

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 13th day of February, 2003, by CARLOS FERNANDEZ-GUZMAN, who is personally known to me or who has produced

as identification.

NOTARY PUBLI

My commission expires:

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TAMI L. GRUENDEL
Notary Public - State of Florida
My Commission Expires Mar 23, 2005
Commission # DD009809